

## EXHIBIT 12

LAW OFFICE OF  
**NICHOLAS E.D. POWER**

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FRIDAY HARBOR, WA 98250

NICHOLAS POWER

DIRECT DIAL  
(360) 298-0464

June 24, 2015

General Counsel  
Pond5 Inc.  
155 Wooster St. – 8<sup>th</sup> Floor  
New York, NY 10012

*Re: DMCA Notice of Infringement  
Audio Files of Gordon Hempton*

Via: Certified U.S. Mail

Dear General Counsel,

I represent Gordon Hempton d/b/a Quiet Planet LLC. Since the early 1980's Mr. Hempton has traveled to all continents except Antarctica to record nature sounds and produce the highest quality binaural recordings in the industry. He is the preeminent producer of environmental recordings and has been the subject of recognition including a feature length documentary film on his work entitled "Soundtracker: A Portrait of Gordon Hempton".

Mr. Hempton has accumulated a catalog of tens of thousands of nature recordings including SR 77-694 that, I understand through his insistence, became the first audio nature recording to be granted copyright protection.

He also has registered copyrights SR 117-450, SR 117-509, SR 117-510, SR 117-511, SR 117-512, SR 117-514, SR 122-807, SR 146-704, SR 146-695, SR 146-704, SR 148-597, SR 148-598, SR 148-599, SR 148-600, SR 148-600, SR 148-601, SR 148-602, SR 369-481, SR 372-701.

It has come to Mr. Hempton's attention that at least one (and very likely every) audio file from each of the above referenced registrations has been posted for sale on Pond5's website. The prime culprit appears to be your user who is identified by the user name: Ckennedy342. This user has uploaded thousands of files that are covered under above-referenced registrations.

As you undoubtedly know, Mr. Hempton's work is protected by the Copyright Act of the United States.

Your publication and/or sale of Mr. Hempton's work is not authorized. Because of the scale of the infringement, the number of offerings of Pond5, and our limited

ability to search and sort material at Pond5, we request that you immediately take down all files offered by Ckenedy342 until it can be verified that he has the rights to any given file.

I declare under penalty of perjury under the laws of the United States that the information in this DMCA Notice is accurate and that I am authorized to act on behalf of the owner of an exclusive right that is being infringed.

Please confirm in writing within ten days that you have taken action to comply with our demands.

Feel free to contact me if you have any questions. Nothing in this letter shall be construed as a waiver or relinquishment of any right or remedy possessed by Mr. Hempton or any other affected party, all of which are expressly reserved.

Very truly yours,

LAW OFFICE OF NICHOLAS POWER

A handwritten signature in black ink, appearing to read 'NEDP', written over the printed name.

Nicholas E. D. Power

NEDP:

cc. Client